

PATENT
Attorney Docket No.: 22379-701

**COMBINED DECLARATION AND POWER OF ATTORNEY
FOR UTILITY PATENT APPLICATION**

As a below-named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name;

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled:

**METHOD AND APPARATUS FOR ELECTRONIC COMMERCE
USING A TELEPHONE INTERFACE**

the specification of which

X is attached hereto.

_____ was filed on _____ as Application No. _____
and was amended on * _____
(If Applicable)

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, §1.56(a) which states in relevant part: "Each individual associated with the filing and prosecution of a patent application has a duty of candor and good faith in dealing with the Office, which includes a duty to disclose to the Office all information known to that individual to be material to patentability as defined in this section....The duty to disclose all information known to be material to patentability is deemed to be satisfied if all information known to be material to patentability of any claim issued in a patent was cited by the Office or submitted to the Office in the manner prescribed by §§ 1.97(b)-(d) and 1.98."

I hereby claim foreign priority benefits under Title 35, United States Code, §119 of any foreign application(s) for patent or inventor's certificate as indicated below and have also identified below any foreign application for patent or inventor's certificate on this invention having a filing date before that of the application on which priority is claimed:

Prior Foreign Application(s)

Priority Claimed

Yes

I hereby claim the benefit under Title 35, United States Code, §120 of any United States application(s), and under §119(e) of any United States provisional application(s), listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, §112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulation, §1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application:

<u>09/426,102</u> (Application Serial No.)	<u>October 22, 1999</u> (Filing Date)	<u>Pending</u> (Patented, Pending, Abandoned)
_____	_____	_____
(Application Serial No.)	(Filing Date)	(Patented, Pending, Abandoned)

I hereby appoint the following attorney(s) and/or agent(s) to prosecute this application and transact all business in the Patent and Trademark Office connected therewith, and to file, prosecute and to transact all business in connection with international applications directed to said invention:

Paul Davis	29,294
John J. Bruckner	35,816
David J. Weitz	38,362
Kent R. Richardson	39,443
U.P. Peter Eng	39,666
Barbara Courtney	42,442
Richard L. Gregory, Jr.	42,607
Van Mahamedi	42,828
Shantanu Basu	43,318
Shaalu Mehra	44,934
Stephen Warhola	43,237
Shirley Chen	44,608
Joel Harris	44,743

Address all correspondence to:

Kent R. Richardson
Wilson Sonsini Goodrich & Rosati
650 Page Mill Road
Palo Alto, CA 94304

Direct all telephone calls to Kent R. Richardson at (650) 493-9300.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Title 18, United States Code, §1001 and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Full name of sole or
first inventor: Hadi Partovi

Inventor's signature: _____

Date: _____

Citizenship: United States

Residence: 2280 Green Street #104, San Francisco, California 94123

Post Office Address: Same As Above

Full name of second joint
inventor, if any: Roderick Steven Brathwaite

Inventor's signature: _____

Date: _____

Citizenship: United States

Residence: 490 Andrews Street, Livermore, California 94550

Post Office Address: Same As Above

Full name of third joint
inventor, if any: Angus Macdonald Davis

Inventor's signature: _____

Date: _____

Citizenship: United States

Residence: 991 The Dalles Avenue, Sunnyvale, California 94087

Post Office Address: Same As Above

Full name of fourth joint

inventor, if any:: Michael S. McCue

Inventor's signature: _____

Date: _____

Citizenship: United StatesResidence: 400 Surmont Road, Los Gatos, CaliforniaPost Office Address: Same As Above

Full name of fifth joint

inventor, if any:: Brandon William Porter

Inventor's signature: _____

Date: _____

Citizenship: United StatesResidence: 840 E. Dana Street, Mountain View, California 94041Post Office Address: Same As Above

Full name of sixth joint

inventor, if any:: John Giannandrea

Inventor's signature: _____

Date: _____

Citizenship: Great BritainResidence: 977 Commercial Street, Palo Alto, California 94303Post Office Address: Same As Above

Full name of seventh joint

inventor, if any:: Eckart Walther

Inventor's signature: _____

Date: _____

Citizenship: GermanyResidence: 150 Doherty Way, Redwood City, California 94061Post Office Address: Same As Above

Full name of eighth joint

inventor, if any: Eugene Koh

Inventor's signature: _____

Date: _____

Citizenship: United States

Residence: 1021 Paradise Way

Palo Alto, California 94306

Post Office Address: Same As Above

Full name of ninth joint

inventor, if any: Andy Scott

Inventor's signature: _____

Date: _____

Citizenship: United States

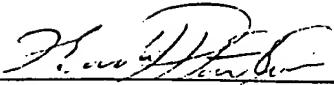
Residence: 1440 Union St., #307, San Francisco, CA 94109

Post Office Address: Same As Above

Under the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless it displays a valid OMB control number

ASSIGNMENT OF APPLICATION		Docket Number 22379-701												
<p>Whereas, the undersigned:</p> <table> <tbody> <tr> <td>1. PARTOVI, Hadi 2280 Green Street #104 San Francisco, CA 94123</td> <td>2. BRATHWAITE, Roderick S. 490 Andrews Street Livermore, CA 94550</td> <td>3. DAVIS, Angus M. 991 The Dalles Avenue Sunnyvale, CA 94087</td> <td>4. McCUE, Michael S. 400 Surmont Road Los Gatos, CA</td> </tr> <tr> <td>5. PORTER, Brandon W. 840 E. Dana Street Mountain View, CA 94041</td> <td>6. GIANNANDREA, John 977 Commercial Street Palo Alto, CA 94303</td> <td>7. WALTHER, Eckart 150 Doherty Way Redwood City, CA 94061</td> <td>8. KOH, Eugene 1021 Paradise Way Palo Alto, CA 94306</td> </tr> <tr> <td>9. SCOTT, Andy 1440 Union Street, #307 San Francisco, CA 94109</td> <td></td> <td></td> <td></td> </tr> </tbody> </table> <p>hereinafter termed "Inventors", have invented certain new and useful improvements in</p> <p style="text-align: center;">METHOD AND APPRATUS FOR ELECTRONIC COMMERCE USING A TELEPHONE INTERFACE</p> <p><input checked="" type="checkbox"/> for which an application for United States Patent was filed on <u>17 December 1999</u>, Application No. <u>09/466,236</u> <input type="checkbox"/> for which an application for a United States Patent was executed on <u> </u>, and</p> <p>WHEREAS, <u>Tellme Networks, Inc.</u>, having a place of business at <u>977 Commercial Street, Palo Alto, California 94303</u>, (hereinafter termed "Assignee"), is desirous of acquiring the entire right, title and interest in and to said application and the invention disclosed therein, and in and to all embodiments of the invention, heretofore conceived, made or discovered jointly or severally by said Inventors (all collectively hereinafter termed "said invention"), and in and to any and all patents, inventor's certificates and other forms of protection (hereinafter termed "patents") thereon granted in the United States and foreign countries.</p> <p>NOW, THEREFORE, in consideration of good and valuable consideration acknowledged by said Inventors to have been received in full from said Assignee:</p> <p>1. Said Inventors do hereby sell, assign, transfer and convey unto said Assignee the entire right, title and interest (a) in and to said application and said invention; (b) in and to all rights to apply for foreign patents on said invention pursuant to the International Convention for the Protection of Industrial Property or otherwise; (c) in and to any and all applications filed and any and all patents granted on said invention in the United States or any foreign country, including each and every application filed and each and every patent granted on any application which is a divisional, substitution, continuation, or continuation-in-part of any of said applications; and (d) in and to each and every reissue or extensions of any of said patents.</p> <p>2. Said Inventors hereby jointly and severally covenant and agree to cooperate with said Assignee to enable said Assignee to enjoy to the fullest extent the right, title and interest herein conveyed in the United States and foreign countries. Such cooperation by said Inventors shall include prompt production of pertinent facts and documents, giving of testimony, execution of petitions, oaths, specifications, declarations or other papers, and other assistance all to the extent deemed necessary or desirable by said Assignee (a) for perfecting in said Assignee the right, title and interest herein conveyed; (b) for prosecuting any of said applications; (c) for filing and prosecuting substitute, divisional, continuing or additional applications covering said invention; (d) for filing and prosecuting applications for reissuance of any said patents; (e) for interference or other priority proceedings involving said invention; and (f) for legal proceedings involving said invention and any applications therefor and any patents granted thereon, including without limitation reissues and reexaminations, opposition proceedings, cancellation proceedings, priority contests, public use proceedings, infringement actions and court actions: provided, however, that the expense incurred by said Inventors in providing such cooperation shall be paid for by said Assignee.</p> <p>3. The terms and covenants of this assignment shall inure to the benefit of said Assignee, its successors, assigns and other legal representatives, and shall be binding upon said Inventors, their respective heirs, legal representatives and assigns.</p> <p>4. Said Inventors hereby jointly and severally warrant and represent that they have not entered and will not enter into any assignment, contract, or understanding in conflict herewith.</p> <p>IN WITNESS WHEREOF, said Inventors have executed and delivered this instrument to said Assignee as of the dates written below:</p>			1. PARTOVI, Hadi 2280 Green Street #104 San Francisco, CA 94123	2. BRATHWAITE, Roderick S. 490 Andrews Street Livermore, CA 94550	3. DAVIS, Angus M. 991 The Dalles Avenue Sunnyvale, CA 94087	4. McCUE, Michael S. 400 Surmont Road Los Gatos, CA	5. PORTER, Brandon W. 840 E. Dana Street Mountain View, CA 94041	6. GIANNANDREA, John 977 Commercial Street Palo Alto, CA 94303	7. 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1. Date: 1/17/2000

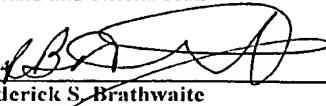

Hadi Partovi

State of California)

County of)

On _____, 1999, before me, personally appeared _____, [] personally known to me or [] proved to me on the basis of satisfactory evidence, to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same. WITNESS my hand and official seal.

2. Date: 1/17/2000

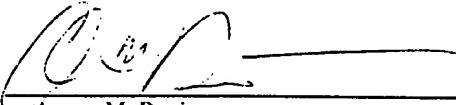

Roderick S. Brathwaite

State of California)

County of)

On _____, 1999, before me, personally appeared _____, [] personally known to me or [] proved to me on the basis of satisfactory evidence, to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same. WITNESS my hand and official seal.

3. Date: 1/17/2000

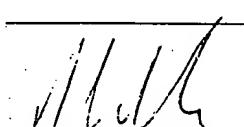

Angus M. Davis

State of California)

County of)

On _____, 1999, before me, personally appeared _____, [] personally known to me or [] proved to me on the basis of satisfactory evidence, to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same. WITNESS my hand and official seal.

4. Date: 1/17/2000


Michael S. McCue

State of California)

County of)

On _____, 1999, before me, personally appeared _____, [] personally known to me or [] proved to me on the basis of satisfactory evidence, to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same. WITNESS my hand and official seal.

5. Date: 5/17/2000

Brandon W. Porter

Brandon W. Porter

State of California)

County of)

On _____, 1999, before me, personally appeared _____, [] personally known to me or [] proved to me on the basis of satisfactory evidence, to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same. WITNESS my hand and official seal.

6. Date: 1/17/2000

J. Giannandrea

John Giannandrea

State of California)

County of)

On _____, 1999, before me, personally appeared _____, [] personally known to me or [] proved to me on the basis of satisfactory evidence, to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same. WITNESS my hand and official seal.

7. Date: 1/17/2000

Eckart Walther

State of California)

County of)

On _____, 1999, before me, personally appeared _____, [] personally known to me or [] proved to me on the basis of satisfactory evidence, to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same. WITNESS my hand and official seal.

8. Date: 1/17/2000

Eugen Koh

State of California)

County of)

On _____, 1999, before me, personally appeared _____, [] personally known to me or [] proved to me on the basis of satisfactory evidence, to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same. WITNESS my hand and official seal.

9. Date: JANUARY 16, 2000

Andy Scott

State of California)

County of)

On _____, 1999, before me, personally appeared _____, [] personally known to me or [] proved to me on the basis of satisfactory evidence, to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same. WITNESS my hand and official seal.